

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
MARSHALL DIVISION

UPAID SYSTEMS, LTD.  
Plaintiff,

v.

QUALCOMM INCORPORATED, and  
CELLCO PARTNERSHIP  
D/B/A VERIZON WIRELESS,  
Defendants.

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CASE No. 2-05CV-346 LED

**JOINT MOTION TO DISMISS WITH PREJUDICE**

Pursuant to Rule 41(a)(1)(ii) of the Federal Rules of Civil Procedure and the terms of a separate agreement, the Plaintiff, Upaid Systems. Ltd. (“Upaid”) and Defendants have agreed to settle, adjust, and compromise all claims in the above-captioned action. The parties, therefore, move this Court to dismiss the above-entitled cause and all claims by Upaid against Defendants and all claims by Defendants against Upaid made therein with prejudice to the re-filing of same, with costs taxed to the party incurring same.

A proposed Order accompanies this motion.

AGREED:

Dated: April 5, 2007

Respectfully submitted,

By: /s/ by permission Andrew E. Rawlins  
Alexander E. Long

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**ATTORNEYS FOR PLAINTIFF  
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**CERTIFICATE OF SERVICE**

I hereby certify that on April 5, 2007, all counsel that have consented to electronic service are being served with a copy of the foregoing JOINT MOTION TO DISMISS WITH PREJUDICE via the Court's CM/ECF system pursuant to Local Rule CV-5(a)(3).

/s/ Andrew E. Rawlins

Andrew E. Rawlins